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April 25, 2002

Honorable Felix J. Boudreaux Commissioner of Conservation Department of Natural Resources Office of Conservation P. O. Box 94275 Baton Rouge, Louisiana 70804-9275

RE: Proposed Unit Well S-3 Sand, Reservoir E

BASTIAN BAY FIELD

Plaquemines Parish, Louisiana

Dear Sir:

Application is hereby made on behalf of Phillips Petroleum Company for the calling of a public hearing, after ten (10) days legal notice, to consider evidence relative to the issuance of an order pertaining to the following matters relating to the S-3 RE SUA, in the Bastian Bay Field, Plaquemines Parish, Louisiana, for which a unit was established and rules and regulations adopted by Office of Conservation Order No. 339-DD-7, effective September 11, 2001.

- 1. To authorize and permit Phillips Petroleum Company to designate their Abercrombie No. 10 Well as a substitute unit well for the S-3 RE SUA, with a location as shown on the plat which is attached hereto and made a part hereof.
- 2. Except as may be in conflict with the provisions hereof, the provisions of the Office of Conservation Order No. 339-DD-7 shall remain in full force and effect.
 - 3. To consider such other matters as may be pertinent to this application.

The Phillips Petroleum Company (formerly Tidewater) - Abercrombie No. B-1 Well, the present unit well, cannot be re-entered and drilled out to the S-3 Sand, therefore, the proposed substitute unit well is necessary to recover hydrocarbons within the existing unit which would otherwise be lost.

The S-3 Sand, Reservoir E, in the Bastian Bay Field, Plaquemines Parish, Louisiana, was fully defined in Office of Conservation Order No. 339-DD-7, effective September 11, 2001.

There is attached hereto and made a part hereof a plat outlining the subject unit created by Conservation Order No. 339-DD-7, along with the location of the proposed substitute unit well. Pursuant to the Revised Rules of Procedure, a list of names and addresses of the Interested Owners, Interested Parties and Represented Parties to whom this application is being sent is being furnished only to the Commissioner of Conservation and to the District Manager of the Lafayette District of the Office of Conservation. However, the list will be provided to any party requesting a copy. A diligent effort was made to ascertain the names and addresses of all Interested Owners, Interested Parties and Represented Parties as required by the Revised Rules of Procedure.

Finally, there is enclosed our check on behalf of the applicant, Phillips Petroleum Company, in the sum of \$700.00 payable to the Office of Conservation and representing the required hearing application fee.

Sincerely,

LEON E. COMEAUX & ASSOCIATES

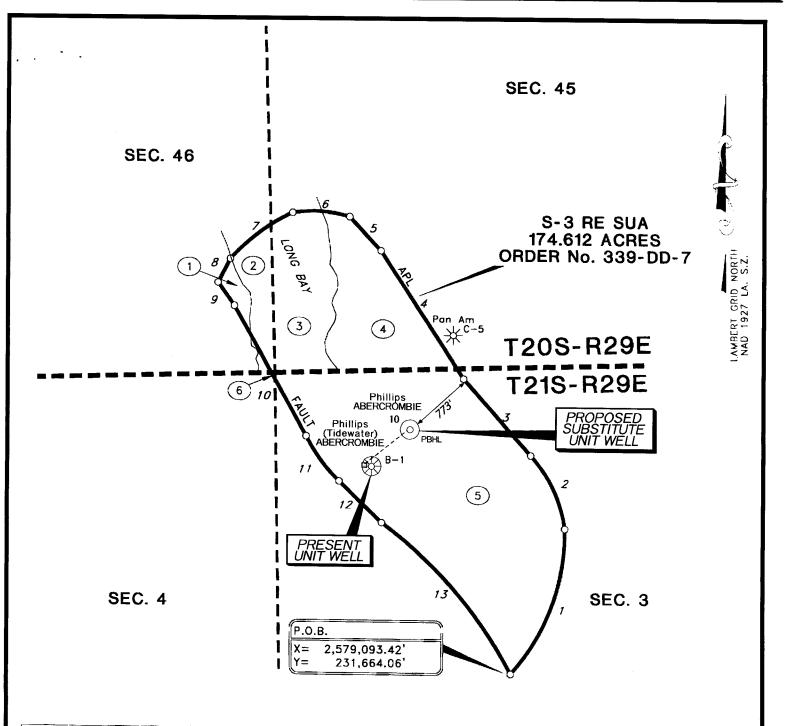
Bill McAlister, Jr.

Bill Males

BMJr/af Enclosures

cc: Mr. Richard Hudson
Office of Conservation
825 Kaliste Saloom Road
Brandywine III, Suite 220
Lafayette, LA 70508-4284

Interested Parties, Interested Owners and Represented Parties



TRACT	PARTICIPANT	ACREAGE	PERCENT
11	LOUISIANA LAND & EXPL. CO.	2.546	1.45809
2	STATE LEASE 3279	8.494	4.86450
3	STATE LEASE 3279	22.850	13.08616
4	LOUISIANA LAND & EXPL. CO.	29.202	16.72394
5	POCLING AGREEMENT NO. II		63.84841
6	POOLING AGREEMENT NO. V	0.033	0.01890
<u> </u>	TOTALS		100.00000

1 DESIGNATES TRACT NUMBER.

